



The parties shall have until June 19 at noon to file any responsive pleadings. Copies must be immediately delivered to chambers.

Entered on Docket
June 19, 2006

Hon. Linda B. Riegle
United States Bankruptcy Judge

Annette W. Jarvis, Utah Bar No. 1649
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Attorneys for Debtors and Debtors-in-Possession

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA**

In re:
USA COMMERCIAL MORTGAGE COMPANY,
Debtor.

In re:
USA CAPITAL REALTY ADVISORS, LLC,
Debtor.

In re:
USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC,
Debtor.

In re:
USA CAPITAL FIRST TRUST DEED FUND, LLC,
Debtor.

In re:
USA SECURITIES, LLC,
Debtor.

Case No. BK-S-06-10725 LBR
Case No. BK-S-06-10726 LBR
Case No. BK-S-06-10727 LBR
Case No. BK-S-06-10728 LBR
Case No. BK-S-06-10729 LBR

Chapter 11

Jointly Administered Under
Case No. BK-S-06-10725 LBR

**STIPULATION AND ORDER RE
EXTENDING TIME TO FILE
RESPONSIVE PLEADINGS**

SCHWARTZ & MCPHERSON LAW FIRM
2850 South Jones Boulevard, Suite 1
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Tel: (702) 228-7590 • Fax: (702) 892-0122

Affects:

- ☒ All Debtors
☐ USA Commercial Mortgage Company
☐ USA Securities, LLC
☐ USA Capital Realty Advisors, LLC
☐ USA Capital Diversified Trust Deed Fund, LLC
☐ USA First Trust Deed Fund, LLC

HEARING DATE:

Date: June 21, 2006

Time: 9:30 a.m.

IT IS HEREBY STIPULATED and AGREED by and between the Official Committee of Holders of Executory Contract Rights through USA Commercial Mortgage Company (the "Direct Lenders Committee") by and through its attorneys, Gordon & Silver, Ltd., USA Commercial Mortgage Company, USA Securities, LLC, USA Capital Realty Advisors, LLC, USA Capital Diversified Trust Deed Fund, LLC, and USA Capital Trust Deed Fund, LLC (collectively, the "Debtors") by and through their attorneys, Schwartzer & McPherson Law Firm and Ray Quinney & Nebeker, P.C., the Office of the United States Trustee, by and through August B. Landis (the "Trustee"), the Counsel for the Official Committee of Equity Security Holders of USA Capital First Trust Deed Fund LLC (the "First Trust Equity Holders Committee") by and through its attorneys Stutman Treister & Glatt, the Official Committee of Unsecured Creditors of USA Commercial Mortgage Company (the "Unsecured Creditors Committee") by and through its proposed attorneys Lewis and Roca, LLP, and the Official Committee of Equity Security Holders of USA Capital Diversified Trust Deed Fund LLC (the "Diversified Trust Equity Holders Committee") by and through its proposed attorneys Orrick Herrington & Sutcliffe and Beckley Singleton, Chtd., (collectively, the "Parties") as follows:

WHEREAS on June 9, 2006, the Debtors filed a Motion To Remove Fertitta Enterprises As Member of Official Committee of Holders of Executory Contract Rights (the "Remove Committee Member Motion"), which is scheduled to be heard on June 21, 2006 at 9:30 a.m. See Remove Committee Member Motion, docket no. 562.

WHEREAS on June 9, 2006, the Debtors filed Debtors' Application For Administrative Order Establishing Procedures For Interim Compensation And Reimbursement of Expenses of Professionals (Affects All Debtors) (the "Procedures For Compensation Motion"), which is scheduled to be heard on June 21, 2006 at 9:30 a.m. See Procedures For Compensation Motion,

1 docket no. 570.

2 WHEREAS on June 9, 2006, the Debtors filed Debtors' Motion For Order Approving
3 Agreement With Investment Partners (the "Investment Partners Motion"), which is scheduled to
4 be heard on June 21, 2006 at 9:30 a.m. See Investment Partners Motion, docket no. 575.

5 WHEREAS on June 9, 2006, the Debtors filed a Motion For Emergency Interim And
6 Permanent Orders Authorizing The Debtors To Obtain Post-Petition Financing (the "DIP
7 Financing Motion"), which is scheduled to be heard on June 21, 2006 at 9:30 a.m. See DIP
8 Financing Motion, docket no. 588.

9 WHEREAS on June 9, 2006, the Debtors filed a Motion For Authority To Forbear And To
10 Provide Further Funding For Certain Outstanding Loans (the "Forbear Motion"), which is
11 scheduled to be heard on June 21, 2006 at 9:30 a.m. See Forbear Motion, docket no. 592.

12 WHEREAS, various applications for employment have been set for hearing on June 21,
13 2006 at 9:30 a.m.

14 WHEREAS, the Parties believe that it is necessary to have additional time to respond to
15 the above-referenced motions and to allow the Debtors to address, to the extent possible, the
16 concerns of any of the Parties prior to having to file a responsive pleading.

17 NOW, THEREFORE, the Parties hereby stipulate and agree as follows:

18 1. All Parties shall have up to and including June 16, 2006 at 5:00 p.m. Pacific Time
19 to file responsive pleadings to the Remove Committee Member Motion, Procedures For
20 Compensation Motion, Investment Partners Motion, DIP Financing Motion, Forbear Motion, and
21 the employment applications. Courtesy copies of said pleadings shall be delivered to the Court no
22 later than June 19, 2006.

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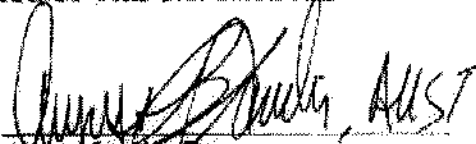
2. The deadline to file replies to these responses and deliver courtesy copies of such replies to the Court shall remain June 20, 2006 at 12:00 noon PDT.

DATED this 13th day of June, 2006

RAY, QUINNEY & NEBEKER, P.C. and
SCHWARTZER & MCPHERSON LAW FIRM

OFFICE OF THE U.S. TRUSTEE

By: 
Leonard E. Schwartz, Esq.
Jeanette E. McPherson, Esq.
Attorneys for the Debtors and Debtors in Possession

By: 
August Landis, Esq.
Scott Farrow, Esq.

STUTMAN TREISTER & GLATT and SHEA &
CARLYON, LTD.

GORDON & SILVER, LTD

By: _____
Frank A. Merola, Esq.
Eve Karasik, Esq.
Christine Pajak, Esq.
Counsel for the Official Committee of Equity Security Holders of USA Capital First Trust Deed Fund LLC

By: _____
Gerald M. Gordon, Esq.
Gregory E. Garman, Esq.
Counsel for Official Committee of Holders of Executory Contract Rights of USA Commercial Mortgage Company

ORRICK, HERRINGTON & SUTCLIFFE LLP

LEWIS AND ROCA, LLP

By: _____
Mark A. Levinson Esq.
Lynn Trinka Ernce, Esq.
[Proposed] Counsel for the Official Committee of Equity Security Holders of USA Capital Diversified Trust Deed Fund LLC


By: _____
Susan M. Freeman
Rob Charles
[Proposed] Counsel for Official Committee of Unsecured Creditors of USA Commercial Mortgage Company

ORDER

IT IS SO ORDERED.

PREPARED AND SUBMITTED by:

RAY, QUINNEY & NEBEKER, P.C. and
SCHWARTZER & MCPHERSON LAW FIRM

By: 
Leonard E. Schwartz, Esq.
Jeanette E. McPherson, Esq.
Attorneys for the Debtors and Debtors in Possession

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By: Ch. E. Merola
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